

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

2009

Department of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

For the 2009 calendar year, or tax year beginning 11/01, 2009, and ending 10/31, 2010

B Check if applicable <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Termination <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending		C Please use IRS label or print or type See specific instructions. AUGUSTA AGRICULT'L & INDUST'L EXPO, INC BOX 83 FISHERSVILLE, VA 22939	D Employer identification number 54-0894240
E Telephone number 540-337-2552		G Gross receipts \$ 426,499.	
F Name and address of principal officer SAME AS C ABOVE		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'No,' attach a list (see instructions)	
I Tax-exempt status <input checked="" type="checkbox"/> 501(c) (3) (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		H(c) Group exemption number	
J Website: WWW.AUGUSTAEXPO.COM		L Year of formation 1969	
K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other		M State of legal domicile VA	

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities <u>TO PROMOTE AGRICULTURAL AND INDUSTRIAL ACTIVITIES IN AUGUSTA COUNTY, VIRGINIA</u>		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its assets		
	3	Number of voting members of the governing body (Part VI, line 1a)	11
	4	Number of independent voting members of the governing body (Part VI, line 1b)	11
	5	Total number of employees (Part V, line 2a)	12
	6	Total number of volunteers (estimate if necessary)	0
	7a	Total gross unrelated business revenue from Part VIII, column (C), line 12	0.
7b	Net unrelated business taxable income from Form 990-T, line 34	0.	
Revenue	8	Contributions and grants (Part VIII, line 1h)	Prior Year 11,915. Current Year 17,118.
	9	Program service revenue (Part VIII, line 2g)	232,916. 249,392.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	47,267. 88,462.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	31,756. 24,761.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	323,854. 379,733.
	13	Grants and similar amounts paid (Part IX, column (A), lines 1-6)	
	14	Benefits paid to or for members (Part IX, column (A), line 4)	
Expenses	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	174,525. 160,322.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	
	b	Total fundraising expenses (Part IX, column (D), line 25)	
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	287,361. 322,079.
	18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	461,886. 482,401.
	19	Revenue less expenses Subtract line 18 from line 12	-138,032. -102,668.
	Net Assets or Fund Balances	20	Total assets (Part X, line 16)
21		Total liabilities (Part X, line 26)	769,805. 866,918.
22		Net assets or fund balances Subtract line 21 from line 20	635,647. 532,979.

Part II Signature Block

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.	
	Signature of officer <i>Jerry Pence</i> Type or print name and title Jerry Pence, President	Date 9-15-11
Paid Preparer's Use Only	Preparer's signature <i>Andrew J. Landau CPA</i> Firm's name (or yours if self-employed), address, and ZIP + 4 ANDERSON, WHITE & COMPANY, P.C. 510 N. COALTER STREET STAUNTON, VA 24401	Date 9/15/11 Check if self-employed <input type="checkbox"/> Preparer's identifying number (see instructions) P00712907 EIN 54-1167234 Phone no (540) 886-2341

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

BAA For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

TEEA0113L 12/29/09 Form 990 (2009)

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Part III Statement of Program Service Accomplishments

1 Briefly describe the organization's mission:

TO PROMOTE AGRICULTURAL AND INDUSTRIAL ACTIVITIES IN AUGUSTA COUNTY, VIRGINIA

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If 'Yes,' describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If 'Yes,' describe these changes on Schedule O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 410,948. including grants of \$) (Revenue \$ 249,392.)

THE ORGANIZATION PROVIDES FACILITIES FOR VARIOUS SHOWS AND EVENTS PROMOTING AGRICULTURAL AND INDUSTRIAL ACTIVITIES IN THE AUGUSTA COUNTY AREA.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses ▶ 410,948.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I		X
4 Section 501(c)(3) organizations Did the organization engage in lobbying activities? If 'Yes,' complete Schedule C, Part II		X
5 Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations. Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? If 'Yes,' complete Schedule C, Part III		
6 Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III		X
9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV		X
10 Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? If 'Yes,' complete Schedule D, Part V		X
11 Is the organization's answer to any of the following questions 'Yes'? If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable	X	
<ul style="list-style-type: none"> Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI Did the organization report an amount for investments— other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VII Did the organization report an amount for investments— program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? If 'Yes,' complete Schedule D, Part X 		
12 Did the organization obtain separate, independent audited financial statement for the tax year? If 'Yes,' complete Schedule D, Parts XI, XII, and XIII	X	
12A Was the organization included in consolidated, independent audited financial statement for the tax year? If 'Yes,' completing Schedule D, Parts XI, XII, and XIII is optional	Yes	No
		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? If 'Yes,' complete Schedule F, Part I		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If 'Yes,' complete Schedule F, Part II		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If 'Yes,' complete Schedule F, Part III		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III		X
20 Did the organization operate one or more hospitals? If 'Yes,' complete Schedule H		X

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If 'Yes,' complete Schedule I, Parts I and II</i>		X
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If 'Yes,' complete Schedule I, Parts I and III</i>		X
23 Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If 'Yes,' complete Schedule J</i>		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, and that was issued after December 31, 2002? <i>If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25</i>		X
24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
24d Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If 'Yes,' complete Schedule L, Part I</i>		X
25b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If 'Yes,' complete Schedule L, Part I</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If 'Yes,' complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If 'Yes,' complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)		
28a A current or former officer, director, trustee, or key employee? <i>If 'Yes,' complete Schedule L, Part IV</i>		X
28b A family member of a current or former officer, director, trustee, or key employee? <i>If 'Yes,' complete Schedule L, Part IV</i>		X
28c An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or direct or indirect owner? <i>If 'Yes,' complete Schedule L, Part IV</i>	X	
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If 'Yes,' complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If 'Yes,' complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If 'Yes,' complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If 'Yes,' complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If 'Yes,' complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1</i>		X
35 Is any related organization a controlled entity within the meaning of section 512(b)(13)? <i>If 'Yes,' complete Schedule R, Part V, line 2</i>		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If 'Yes,' complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If 'Yes,' complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O	X	

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Form 990 (2009)

Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1a Enter the number reported in Box 3 of form 1096, Annual Summary and Transmittal of U S Information Returns. Enter -0- if not applicable.	1a 0		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b 0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c		
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	2a 12		
2b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to <i>e-file</i> this return (see instructions).	2b	X	
3a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	3a		X
b If 'Yes,' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O.	3b		
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? b If 'Yes,' enter the name of the foreign country: _____ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.	4a		X
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b		X
c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?	5c		
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	6a		X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not deductible?	6b		
7 Organizations that may receive deductible contributions under section 170(c).			
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a		X
b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?	7b		
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c		X
d If 'Yes,' indicate the number of Forms 8282 filed during the year.	7d		
e Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f		X
g For all contributions of qualified intellectual property, did the organization file Form 8899 as required?	7g		
h For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?	7h		
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8		
9 Sponsoring organizations maintaining donor advised funds.			
a Did the organization make any taxable distributions under section 4966?	9a		
b Did the organization make any distribution to a donor, donor advisor, or related person?	9b		
10 Section 501(c)(7) organizations. Enter			
a Initiation fees and capital contributions included on Part VIII, line 12.	10a		
b Gross Receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.	10b		
11 Section 501(c)(12) organizations. Enter			
a Gross income from other members or shareholders.	11a		
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b		
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a		
b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year.	12b		

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Form 990 (2009)

Part VI **Governance, Management and Disclosure** For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Section A. Governing Body and Management

	Yes	No
1a Enter the number of voting members of the governing body	11	
1b Enter the number of voting members that are independent	11	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee or key employee?		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		X
4 Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed? SEE SCH O	X	
5 Did the organization become aware during the year of a material diversion of the organization's assets? SEE SCH O	X	
6 Does the organization have members or stockholders? SEE SCHEDULE O	X	
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body? SEE SCHEDULE O	X	
7b Are any decisions of the governing body subject to approval by members, stockholders, or other persons? SEE SCH O	X	
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	X	
b Each committee with authority to act on behalf of the governing body?	X	
9 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If 'Yes,' provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Does the organization have local chapters, branches, or affiliates?		X
b If 'Yes,' does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?		
11 Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	X	
11A Describe in Schedule O the process, if any, used by the organization to review this Form 990 SEE SCHEDULE O		
12a Does the organization have a written conflict of interest policy? If 'No,' go to line 13	X	
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c Does the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is done SEE SCHEDULE O	X	
13 Does the organization have a written whistleblower policy?		X
14 Does the organization have a written document retention and destruction policy?		X
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official SEE SCHEDULE O	X	
b Other officers of key employees of the organization SEE SCHEDULE O	X	
If 'Yes' to line 15a or 15b, describe the process in Schedule O (See instructions)		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b If 'Yes,' has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosures

17 List the states with which a copy of this Form 990 is required to be filed ► NONE

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public SEE SCHEDULE O

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization
 ► OFFICE MANAGER BOX 83 FISHERSVILLE VA 22939 540-337-2552

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organizations's tax year. Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees. See instructions for definition of 'key employees.'
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons

☒ Check this box if the organization did not compensate any current officer, director, or trustee

[illegible]

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (cont.)

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
1 b Total								0.	0.	0.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 in reportable compensation from the organization **0**

3 Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? If 'Yes,' complete Schedule J for such individual

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If 'Yes' complete Schedule J for such individual

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? If 'Yes,' complete Schedule J for such person

	Yes	No
3		X
4		X
5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization

(A) Name and business address	(B) Description of Services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization **0**

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1a Federated campaigns	1a				
	b Membership dues	1b 1,395.				
	c Fundraising events	1c				
	d Related organizations	1d				
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 15,723.				
	g Noncash contribns included in lns 1a-1f	\$				
	h Total. Add lines 1a-1f		17,118.			
PROGRAM SERVICE REVENUE	2a <u>RENTAL OF FACILITIES</u>	Business Code 531120	249,392.	249,392.		
	b -----					
	c -----					
	d -----					
	e -----					
	f All other program service revenue					
	g Total. Add lines 2a-2f		249,392.			
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts)					
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6a Gross Rents	(i) Real (ii) Personal				
	b Less rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss)					
	7a Gross amount from sales of assets other than inventory	(i) Securities (ii) Other				
	b Less cost or other basis and sales expenses					
	c Gain or (loss)	88,462.				
	d Net gain or (loss)		88,462.	88,462.		
	8a Gross income from fundraising events (not including \$ of contributions reported on line 1c) See Part IV, line 18	a				
	b Less direct expenses	b				
	c Net income or (loss) from fundraising events					
	9a Gross income from gaming activities See Part IV, line 19	a				
	b Less direct expenses	b				
	c Net income or (loss) from gaming activities					
	10a Gross sales of inventory, less returns and allowances	a 66,141.				
b Less cost of goods sold	b 46,766.					
c Net income or (loss) from sales of inventory		19,375.	19,375.			
Miscellaneous Revenue	Business Code					
11a <u>SUNDRY INCOME</u>	900099	5,386.	5,386.			
b -----						
c -----						
d All other revenue						
e Total. Add lines 11a-11d		5,386.				
12 Total revenue. See instructions		379,733.	362,615.	0.	0.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

<i>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</i>	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21				
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	0.	0.	0.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages	138,949.	104,212.	34,737.	
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits	10,414.	7,811.	2,603.	
10 Payroll taxes	10,959.	8,219.	2,740.	
11 Fees for services (non-employees)				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Prof fundraising svcs. See Part IV, ln 17				
f Investment management fees				
g Other				
12 Advertising and promotion				
13 Office expenses	4,852.		4,852.	
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel	3,408.		3,408.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest	46,152.	34,614.	11,538.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	60,365.	60,365.		
23 Insurance	18,789.	18,789.		
24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)				
a UTILITIES	69,761.	69,761.		
b MAINTENANCE	63,047.	63,047.		
c ADVERTISING	12,143.	12,143.		
d CONTRACT LABOR	10,614.	10,614.		
e SUNDRY	7,009.	5,257.	1,752.	
f All other expenses	25,939.	16,116.	9,823.	
25 Total functional expenses. Add lines 1 through 24f	482,401.	410,948.	71,453.	0.
26 Joint costs. Check here <input type="checkbox"/> if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

BAA

Form 990 (2009)

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
ASSETS	1 Cash — non-interest-bearing	2,439.	1	41,763.
	2 Savings and temporary cash investments	32.	2	27.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net		4	
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a 2,432,014.		
	b Less accumulated depreciation.	10b 1,074,306.	1,397,620.	10c 1,357,708.
	11 Investments — publicly-traded securities		11	
	12 Investments — other securities. See Part IV, line 11		12	
	13 Investments — program-related See Part IV, line 11		13	
	14 Intangible assets	790.	14	399.
	15 Other assets See Part IV, line 11	4,571.	15	
16 Total assets Add lines 1 through 15 (must equal line 34)	1,405,452.	16	1,399,897.	
LIABILITIES	17 Accounts payable and accrued expenses		17	
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties	764,569.	23	864,729.
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities Complete Part X of Schedule D	5,236.	25	2,189.
	26 Total liabilities. Add lines 17 through 25	769,805.	26	866,918.
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29 and lines 33 and 34.			
	27 Unrestricted net assets	635,647.	27	532,979.
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, and equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	635,647.	33	532,979.
	34 Total liabilities and net assets/fund balances.	1,405,452.	34	1,399,897.

BAA

Form 990 (2009)

Part XI Financial Statements and Reporting1 Accounting method used to prepare the Form 990 ☒ Cash ☐ Accrual ☐ Other

If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O

2a Were the organization's financial statements compiled or reviewed by an independent accountant?

b Were the organization's financial statements audited by an independent accountant?

c If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?

If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O

d If 'Yes' to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both

☒ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis

3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?

b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

	Yes	No
2a		X
2b	X	
2c	X	
3a		X
3b		

BAA

Form 990 (2009)

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions and membership fees received (Do not include 'unusual grants'.)						
2 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf						
3 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge.						
4 Total. Add lines 1-through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here. ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2008 Schedule A, Part II, line 14	15	%
16a 33-1/3 support test – 2009. If the organization did not check the box on line 13, and the line 14 is 33-1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization. ▶ <input type="checkbox"/>		
b 33-1/3 support test – 2008. If the organization did not check a box on line 13, or 16a, and line 15 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization. ▶ <input type="checkbox"/>		
17a 10%-facts-and-circumstances test – 2009. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization. ▶ <input type="checkbox"/>		
b 10%-facts-and-circumstances test – 2008. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization. ▶ <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions. ▶ <input type="checkbox"/>		

BAA

Schedule A (Form 990 or 990-EZ) 2009

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I)

Section A. Public Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions and membership fees received (Do not include "unusual grants.")	63,098.	13,044.	14,895.	11,915.	17,118.	120,070.
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in a activity that is related to the organization's tax-exempt purpose	287,195.	300,569.	291,884.	307,615.	315,533.	1,502,796.
3 Gross receipts from activities that are not an unrelated trade or business under section 513						0.
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0.
5 The value of services or facilities furnished by a governmental unit to the organization without charge						0.
6 Total. Add lines 1 through 5	350,293.	313,613.	306,779.	319,530.	332,651.	1,622,866.
7a Amounts included on lines 1, 2, 3 received from disqualified persons	0.	0.	0.	0.	0.	0.
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the amount on line 13 for the year	0.	0.	0.	0.	0.	0.
c Add lines 7a and 7b	0.	0.	0.	0.	0.	0.
8 Public support (Subtract line 7c from line 6)						1,622,866.

Section B. Total Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6	350,293.	313,613.	306,779.	319,530.	332,651.	1,622,866.
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	3,454.	9,842.	4,408.	1,267.		18,971.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						0.
c Add lines 10a and 10b	3,454.	9,842.	4,408.	1,267.	0.	18,971.
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						0.
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) SEE PART IV	1,144.	1,887.	681.	2,984.	5,386.	12,082.
13 Total support. (add lns 9, 10c, 11, and 12)						1,653,919.

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ☐**Section C. Computation of Public Support Percentage**

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	98.1 %
16 Public support percentage from 2008 Schedule A, Part III, line 15	16	98.4 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))	17	1.2 %
18 Investment income percentage from 2008 Schedule A, Part III, line 17	18	1.2 %

19a **33-1/3 support tests – 2009.** If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ☒b **33-1/3 support tests – 2008.** If the organization did not check a box on line 14 or 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ☐20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Provide any other additional information. See instructions.

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2009

SCHEDULE A, PART IV - SUPPLEMENTAL INFORMATION PAGE 5

AUGUSTA AGRICULT'L & INDUST'L EXPO, INC

54-0894240

PART III, LINE 12 - OTHER INCOME

NATURE AND SOURCE	2009	2008	2007	2006	2005
SUNDRY INCOME	5,386.	2,984.	681.	1,887.	1,144.
TOTAL	<u>\$ 5,386.</u>	<u>\$ 2,984.</u>	<u>\$ 681.</u>	<u>\$ 1,887.</u>	<u>\$ 1,144.</u>

**SCHEDULE D
(Form 990)**

Department of the Treasury
Internal Revenue Service

Name of the organization

AUGUSTA AGRICULT'L & INDUST'L EXPO, INC

Supplemental Financial Statements

- **Complete if the organization answered 'Yes' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11, or 12.**
► **Attach to Form 990.** ► **See separate instructions**

OMB No 1545-0047

2009

Open to Public Inspection

Employer identification number

54-0894240

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts Complete if the organization answered 'Yes' to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor or for any other purpose conferring impermissible private benefit?? ☐ Yes ☐ No

Part II Conservation Easements Complete if the organization answered 'Yes' to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)

<input type="checkbox"/> Preservation of land for public use (e g , recreation or pleasure)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of certified historic structure
<input type="checkbox"/> Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ► _____

4 Number of states where property subject to conservation easement is located ► _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easement it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ► _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets Complete if the organization answered 'Yes' to Form 990, Part IV, line 8.

1 a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ► \$ _____

(ii) Assets included in Form 990, Part X ► \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a Revenues included in Form 990, Part VIII, line 1 ► \$ _____

b Assets included in Form 990, Part X ► \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

a ☐ Public exhibition

b ☐ Scholarly research

c ☐ Preservation for future generations

d ☐ Loan or exchange programs

e ☐ Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV Escrow and Custodial Arrangements Complete if organization answered 'Yes' to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian, or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If 'Yes,' explain the arrangement in Part XIV and complete the following table

	Amount
1c Beginning balance	
1d Additions during the year	
1e Distributions during the year	
1f Ending balance	

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If 'Yes,' explain the arrangement in Part XIV

Part V Endowment Funds Complete if organization answered 'Yes' to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net Investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the year end balance held as:

a Board designated or quasi-endowment ▶ _____ %

b Permanent endowment ▶ _____ %

c Term endowment ▶ _____ %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

(i) unrelated organizations

(ii) related organizations

b If 'Yes' to 3a(ii), are the related organizations listed as required on Schedule R?

	Yes	No
3a(i)		
3a(ii)		
3b		

4 Describe in Part XIV the intended uses of the organization's endowment funds

Part VI Investments—Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated Depreciation	(d) Book Value
1a Land		61,609.		61,609.
b Buildings		1,886,252.	691,420.	1,194,832.
c Leasehold improvements		170,880.	129,201.	41,679.
d Equipment		106,293.	90,400.	15,893.
e Other		206,980.	163,285.	43,695.

Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).) 1,357,708.

BAA

Schedule D (Form 990) 2009

Part VII Investments—Other Securities See Form 990, Part X, line 12. N/A

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Financial derivatives		
Closely-held equity interests		
Other		
Total. (Column (b) must equal Form 990 Part X, col. (B) line 12.)		

Part VIII Investments—Program Related (See Form 990, Part X, line 13) N/A

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Total. (Column (b) must equal Form 990, Part X, Col. (B) line 13.)		

Part IX Other Assets (See Form 990, Part X, line 15) N/A

(a) Description	(b) Book value
Total. (Column (b) must equal Form 990, Part X, col. (B), line 15.)	

Part X Other Liabilities (See Form 990, Part X, line 25)

(a) Description of Liability	(b) Amount
Federal Income Taxes	
MEALS TAX	448.
PAYROLL TAXES	1,187.
ROUNDING	1.
SALES TAX	553.
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)	2,189.

2. FIN 48 Footnote In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	379,733.
2	Total expenses (Form 990, Part IX, column (A), line 25)	482,401.
3	Excess or (deficit) for the year Subtract line 2 from line 1	-102,668.
4	Net unrealized gains (losses) on investments	
5	Donated services and use of facilities	
6	Investment expenses	
7	Prior period adjustments	
8	Other (Describe in Part XIV)	
9	Total adjustments (net) Add lines 4 through 8	
10	Excess or (deficit) for the year per audited financial statements Combine lines 3 and 9	-102,668.

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	379,733.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	379,733.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investments expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)	5	379,733.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	482,401.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	482,401.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investments expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)	5	482,401.

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

Part XIV Supplemental Information *(continued)*This image shows a full page of white paper designed for handwriting practice. It features 20 evenly spaced, horizontal dashed lines that run across the entire width of the page. There are no margins, text, or other markings present.

SCHEDULE L
(Form 990 or 990-EZ)Department of the Treasury
Internal Revenue Service**Transactions with Interested Persons**

► Complete if the organization answered
'Yes' on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c,
or Form 990-EZ, Part V, line 38a or 40b.
► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

OMB No 1545-0047

2009**Open to Public
Inspection**

Name of the organization

AUGUSTA AGRICULT'L & INDUST'L EXPO, INC

Employer identification number

54-0894240

Part I Excess Benefit Transactions (section 501(c)(3) and section 501(c)(4) organizations only).
Complete if the organization answered 'Yes' on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

1	(a) Name of disqualified person	(b) Description of transaction	(c) Corrected?	
			Yes	No

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958 ► \$

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ► \$

Part II Loans to and/or From Interested Persons.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 26 or Form 990-EZ, Part V, line 38a.

(a) Name of interested person and purpose	(b) Loan to or from the organization?		(c) Original principal amount	(d) Balance due	(e) In default?		(f) Approved by board or committee?		(g) Written agreement?	
	To	From			Yes	No	Yes	No	Yes	No
Total				► \$						

Part III Grants or Assistance Benefitting Interested Persons.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount and type of assistance

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction \$	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
COMMUNITY BANK (D FIELDS)	BOARD MEMBER IS VP	864,729.	OUTSTANDING LOAN BALANCES		X

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule L (Form 990 or 990-EZ) 2009

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990.

OMB No 1545-0047

2009

**Open to Public
Inspection**

Name of the organization

AUGUSTA AGRICULT'L & INDUST'L EXPO, INC

Employer identification number

54-0894240

FORM 990, PART VI, LINE 4 - SIGNIFICANT CHANGES TO ORGANIZATIONAL DOCUMENTS

SEE ATTACHED COPY OF REVISED BY-LAWS.

FORM 990, PART VI, LINE 5 - DESCRIPTION OF MATERIAL DIVERSION OF ASSETS

THE ORGANIZATION DISMISSED TWO OF ITS STAFF IN SEPTEMBER OF 2010 AND INVESTIGATIONS
INVOLVING UNAUTHORIZED DIVERSION OF ASSETS ARE ONGOING AT THIS TIME.

FORM 990, PART VI, LINE 6 - EXPLANATION OF CLASSES OF MEMBERS OR SHAREHOLDE

ORGANIZATION MEMBERS PAY DUES BASED ON CLASS OF MEMBERSHIP BUT HAVE NO EQUITY
INTEREST IN THE ORGANIZATION.

FORM 990, PART VI, LINE 7A - HOW MEMBERS OR SHAREHOLDERS ELECT GOVERNING BODY

ORGANIZATION MEMBERS ELECT MEMBERS TO SERVE ON ITS BOARD OF DIRECTORS.

FORM 990, PART VI, LINE 7B - DECISIONS OF GOVERNING BODY APPROVAL BY MEMBERS OR SHAREHOLDERS

MEMBERS APPROVE CERTAIN DECISIONS OF THE BOARD OF DIRECTORS BASED ON ITS ORGANIZING
DOCUMENTS.

FORM 990, PART VI, LINE 11 - FORM 990 REVIEW PROCESS

FORM 990 IS REVIEWED BY PRESIDENT AND GENERAL MANAGER AND PRESENTED TO THE BOARD OF
DIRECTORS AT THE NEXT BOARD MEETING.

FORM 990, PART VI, LINE 12C - EXPLANATION OF MONITORING AND ENFORCEMENT OF CONFLICTS

ALL BOARD MEMBERS REVIEW AND SIGN ANNUAL FORM AT FIRST BOARD MEETING OF EACH NEW
YEAR.

FORM 990, PART VI, LINE 15A - COMPENSATION REVIEW & APPROVAL PROCESS FOR CEO, EXEC. DIR., OR TOP MG

BOARD OF DIRECTOR APPROVES HIRING OF ALL EMPLOYEES AND ESTABLISHES SALARY OR WAGE
AMOUNT.

FORM 990, PART VI, LINE 15B - COMPENSATION REVIEW & APPROVAL PROCESS FOR OFFICERS & KEY EMPLOYEE

BOARD OF DIRECTOR APPROVES HIRING OF ALL EMPLOYEES AND ESTABLISHES SALARY OR WAGE
AMOUNT.

Name of the organization

AUGUSTA AGRICULT'L & INDUST'L EXPO, INC

Employer identification number

54-0894240

FORM 990, PART VI, LINE 19 - OTHER ORGANIZATION DOCUMENTS PUBLICLY AVAILABLE

ORGANIZATION GOVERNING DOCUMENTS, ETC ARE AVAILABLE FOR REVIEW UPON REQUEST AND
COPIES PROVIDED IF NECESSARY.

Name of the organization

AUGUSTA AGRICULT'L & INDUST'L EXPO, INC

Employer identification number

54-0894240

10/31/10

2009 FEDERAL BOOK DEPRECIATION SCHEDULE

PAGE 1

54-0894240

AUGUSTA AGRICULT'L & INDUST'L EXPO, INC

NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS. PCT.	CUR 179 BONUS	SPECIAL DEPR ALLOW.	PRIOR 179/ BONUS/ SP. DEPR.	PRIOR DEC BAL DEPR.	SALVAGE /BASIS REDUCT.	DEPR BASIS	PRIOR DEPR.	METHOD	LIFE	RATE	CURRENT DEPR.
FORM 990/990-PF																
AMORTIZATION																
88	HOME SHOW RIGHTS	3/31/98		2,500							2,500	1,934	S/L	15		167
120	CLOSING COSTS	5/02/05		2,231							2,231	2,007	S/L	5		224
TOTAL AMORTIZATION																
				4,731		0	0	0	0	0	4,731	3,941				391
BUILDINGS																
3	FRONT DOORS	5/01/97		7,145							7,145	2,828	S/L	MM	31.5	03175
4	EXHIBIT BUILDINGS	6/30/73		249,619							249,619	232,970	S/L	40		6,240
5	BARN	6/30/73		17,280							17,280	17,280	S/L	20		0
6	EXHIBIT BUILDINGS	8/15/74		6,550							6,550	5,640	S/L	40		164
7	SHEEP BUILDINGS	7/21/79		800							800	800	S/L	20		0
8	SHEEP BARN	1/01/80		18,900							18,900	17,955	S/L	20		0
9	SHOW BARN	5/01/82		15,611							15,611	15,611	S/L	15	06666	0
10	OFFICE	6/20/84		13,868							13,868	13,868	S/L	15	.06666	0
11	ROOF-MAIN HALL	5/01/89		58,400							58,400	38,073	S/L	31.5		1,854
12	CONCESSION STAND	5/01/89		1,857							1,857	1,857	200DB	HY	7	0
13	BEAM ANNEX	2/01/91		70,438							70,438	40,250	S/L	31.5		2,236
14	ANNEX HEAT	1/01/92		4,334							4,334	2,442	S/L	31.5		138
15	ANNEX HALLWAY-IMPROV	5/01/95		12,481							12,481	6,564	S/L	27.5		454
16	ANNEX WIRING-DONATED	5/01/95		600							600	318	S/L	27.5		22
17	ANNEX-SMOKE DETECTOR	5/01/95		240							240	240	200DB	HY	7	0
18	HALL ROLL DOORS	6/06/96		10,379							10,379	4,401	S/L	31.5		329
19	BEAM ANNEX DOOR-DONATED	4/30/96		1,560							1,560	676	S/L	31.5		50
20	AWNING-COST DONATED	8/01/96		1,059							1,059	449	S/L	31.5		34

10/31/10

2009 FEDERAL BOOK DEPRECIATION SCHEDULE

PAGE 2

AUGUSTA AGRICULT'L & INDUST'L EXPO, INC

54-0894240

NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS PCT.	CUR 179 BONUS	SPECIAL DEPR ALLOW.	PRIOR 179/ BONUS/ SP. DEPR.	PRIOR DEC BAL DEPR.	SALVAG /BASIS REDUCT.	DEPR BASIS	PRIOR DEPR.	METHOD	LIFE	RATE	CURRENT DEPR.	
86	CARPET	7/31/98		1,607							1,607	1,607	200DB	HY	7	0	
93	ANNEX FAN	9/10/99		1,009							1,009	263	S/L	MM	39	02564	
99	FRONT DOOR	4/30/00		1,529							1,529	372	S/L	MM	39	02564	
101	OFFICE DOORS - 3	4/30/00		646							646	162	S/L	MM	39	02564	
105	MEN'S ROOM REMODELING	2/21/01		6,298							6,298	1,403	S/L	MM	39	02564	
106	HEATING SYSTEM	4/01/01		18,449							18,449	4,041	S/L	MM	39	02564	
109	CONCESSION BUILDING	10/01/02		7,286							7,286	1,325	S/L	MM	39	02564	
111	REWIRING - BARN	6/21/02		4,130							4,130	777	S/L	MM	39	02564	
113	HEATING SYSTEM	7/22/03		3,780							3,780	606	S/L	MM	39	02564	
118	MULTIPURPOSE BLDG	11/01/03		231,153							231,153	35,562	S/L	MM	39	02564	
125	CONCESSIONS SPRINKLER SYS	3/16/06		1,563							1,563	145	S/L	MM	39	02564	
126	HALL ADDITION	1/22/06		393,042							393,042	38,225	S/L	MM	39	02564	
127	HALL/ADD SPRINKLER SYS	4/11/06		51,931							51,931	4,718	S/L	MM	39	02564	
130	LADIES RESTROOM REMODEL	6/27/07		117,529							117,529	7,158	S/L	MM	39	02564	
132	AC - MAIN HALL/ANNEX/ADD	10/22/08		376,357							376,357	10,053	S/L	MM	39	02564	
133	OFFICE REMODEL	3/31/09		2,994							2,994	48	S/L	MM	39	02564	
134	MAIN HALL MENS BATH IMP	5/31/09		3,818							3,818	45	S/L	MM	39	02564	
135	MAIN HALL-CLOSE UP	8/11/09		2,800							2,800	15	S/L	MM	39	02564	
142	ELEC UPGRADES-DOG SHOW	9/15/10		5,291							5,291		S/L	MM	39	00321	
TOTAL BUILDINGS				1,722,333	0	0	0	0	0	0	1,722,333	508,747					43,158
FURNITURE AND FIXTURES																	
43	PIANO	5/13/74		1,050							1,050	1,050	S/L	MM	20	0	
44	CHAIR & PIANO DOLLY	10/19/78		466							466	466	S/L	MM	5	0	
45	PODIUM	1/01/80		799							799	799	S/L	MM	10	0	
46	SINK PAVILION	10/10/81		1,767							1,767	1,767	S/L	MM	5	20000	

10/31/10

2009 FEDERAL BOOK DEPRECIATION SCHEDULE

PAGE 3

AUGUSTA AGRICULT'L & INDUST'L EXPO, INC

54-0894240

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47	FLOOR MATS, PIPE	11/30/81		188							188	188	S/L	5	.20000	0	
48	DESK -2	4/01/85		519							519	519	150DB	5		0	
49	190 CHAIRS	1/01/89		4,000							4,000	4,000	200DB HY	7		0	
50	EMERGENCY LIGHTS	7/01/90		1,875							1,875	1,875	200DB HY	7		0	
51	3 COMPARTMENT SINK	7/01/90		679							679	679	200DB HY	7		0	
52	FRAMES, DRAPES	12/01/92		10,000							10,000	10,000	200DB HY	7		0	
53	50 8"X30" TABLES	5/01/95		3,854							3,854	3,854	200DB HY	7		0	
83	COPIER	12/19/97		2,595							2,595	2,595	200DB HY	5		0	
94	CABINETS	7/06/00		1,440							1,440	344	S/L MM	39	02564	37	
98	MAIN OFFICE DESK FURNITUR	1/26/00		2,088							2,088	2,088	200DB HY	7		0	
100	FILE CABINETS - 3	4/30/00		918							918	918	200DB HY	7		0	
102	VOICE MAIL SYSTEM	10/13/01		2,142							2,142	2,142	200DB MQ	5		0	
112	TABLES - 50	4/29/03		3,650							3,650	2,373	S/L	10		365	
115	TABLES - 63	1/23/04		4,599							4,599	2,645	S/L	10		460	
116	COMPUTER	10/11/04		1,348							1,348	1,348	200DB MQ	5		0	
117	COMPUTER	10/11/04		1,155							1,155	1,155	200DB MQ	5		0	
121	600 FOLDING CHAIRS & CART	9/01/06		9,082							9,082	4,548	200DB MQ	10	09980	906	
122	75 FOLDING BANQUET TABLES	9/01/06		4,914							4,914	2,461	200DB MQ	10	09980	490	
131	COMPUTER/PRINTER/MONITOR	9/04/08		609							609	261	200DB MQ	5	22800	139	
TOTAL FURNITURE AND FIXTURE				59,737	0	0	0	0	0	0	59,737	48,075					2,397
IMPROVEMENTS																	
1	PAVING-SIDEWALK	5/01/97		2,240							2,240	1,908	150DB HY	15	05900	132	
55	BATHROOM DIVIDERS	10/01/93		712							712	307	S/L MM	39	02564	18	
56	BATHROOM DIVIDERS	11/01/91		1,267							1,267	720	S/L MM	31.5	03175	40	
57	ROAD, DRAIN CULVERTS	10/01/90		21,560							21,560	13,040	S/L MM	31.5	03175	685	

10/31/10

2009 FEDERAL BOOK DEPRECIATION SCHEDULE

PAGE 4

AUGUSTA AGRICULT'L & INDUST'L EXPO, INC

54-0894240

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58	FENCE	6/01/89		5,078							5,078	5,078	200DB HY	7		0	
59	DIRT FOR TRACK	6/01/87		500							500	500	200DB HY	7		0	
60	PAVING	6/01/87		4,595							4,595	4,595	200DB HY	7		0	
61	TRACK-OUTDOOR FACILITY	10/01/84		359							359	359	S/L	15	.06666	0	
62	GUARDRAIL	5/01/84		2,800							2,800	2,800	S/L	15	.06666	0	
63	EXT TO OUTDOOR FACILITY	5/01/84		4,107							4,107	4,107	S/L	15	.06666	0	
64	OUTDOOR EVENT FACILITY	7/01/83		38,849							38,849	38,849	S/L	15	.06666	0	
65	ADDITIONS	1/01/80		3,499							3,499	2,873	S/L	25		0	
66	BARBEQUE PIT	7/24/79		1,502							1,502	1,502	S/L	25		0	
67	FILL DIRT	8/16/74		544							544	386	S/L	50		11	
68	LAND IMPROVEMENTS	6/30/72		41,859							41,859	30,832	S/L	50		837	
69	ROAD IMPROVEMENTS	4/01/94		7,210							7,210	7,210	150DB HY	15		0	
70	PAVILION	11/01/82		1,374							1,374	1,374	150DB	3		0	
71	LIGHTS-TRACTOR PULL	9/30/81		529							529	529	S/L	15	.06666	0	
82	PAVILION GATES	12/02/97		2,096							2,096	2,096	200DB HY	7		0	
119	GRADING/PAVING LOT -MULT	8/10/05		6,673							6,673	565	S/L	50		133	
123	PARKING AREA AT MAIN BLDG	10/26/06		15,373							15,373	4,308	150DB MQ	15	.07200	1,107	
124	NEW PLUMBING-MAIN OFFICE	9/18/06		6,308							6,308	1,362	150DB MQ	20	.05880	371	
129	PAVED PARKING	3/30/07		1,846							1,846	425	150DB HY	15	.07700	142	
TOTAL IMPROVEMENTS				170,880		0	0	0	0	0	170,880	125,725					3,476
LAND																	
54	182.866 ACRES LAND	10/31/69		61,609							61,609						0
TOTAL LAND				61,609		0	0	0	0	0	61,609	0					0

10/31/10

2009 FEDERAL BOOK DEPRECIATION SCHEDULE

PAGE 5

AUGUSTA AGRICULT'L & INDUST'L EXPO, INC

54-0894240

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LIVESTOCK PAVILION																
78	LIVESTOCK PAVILION	9/01/75		153,519							153,519	131,180	S/L	40		3,338
79	SHEEP SHED ADDITION	7/01/88		2,046							2,046	2,046	150DB HY	20		0
80	3 PENS	1/01/89		1,200							1,200	1,200	200DB HY	7		0
81	SALE RING IMPROVEMENTS	12/01/91		2,000							2,000	1,141	S/L MM	31.5	03175	64
87	PENS - DONATED	12/31/97		750							750	750	200DB HY	7		0
89	BARN DOORS - 3	4/07/99		1,650							1,650	443	S/L MM	39	02564	42
90	FLEEMOR GATES	11/25/98		2,755							2,755	2,755	200DB HY	7		0
TOTAL LIVESTOCK PAVILION				163,920		0	0	0	0	0	163,920	139,515				3,944
MACHINERY AND EQUIPMENT																
2	TELEPHONE SYSTEM	5/01/97		1,959							1,959	1,959	200DB HY	7		0
21	CHAIRS - 800	6/30/73		8,109							8,109	8,109	S/L	10		0
22	FIRE HYDRANT	10/26/73		1,130							1,130	1,130	S/L	25		0
23	GATES	5/09/74		619							619	619	S/L	20		0
24	DRUM STAND	1/01/80		151							151	151	S/L	3		0
25	FANS IN BARN	1/01/81		1,380							1,380	1,380	S/L	5	20000	0
26	CATTLE CHUTE	3/31/83		2,350							2,350	2,350	S/L	5	20000	0
27	CATTLE CHUTE/GATES	10/20/83		411							411	411	S/L	5	20000	0
28	2 FURNACES	1/20/84		3,325							3,325	3,325	150DB	5		0
29	4 FANS	1/01/88		1,500							1,500	1,500	200DB HY	5		0
30	PALLET JACK	4/01/89		470							470	470	200DB HY	7		0
31	2 FANS	10/01/89		500							500	500	200DB HY	7		0
32	1 FAN, 1 HOOD	3/01/89		523							523	523	200DB HY	7		0
33	WEED EATER	1/01/89		100							100	100	200DB HY	7		0

10/31/10

2009 FEDERAL BOOK DEPRECIATION SCHEDULE

PAGE 7

AUGUSTA AGRICULT'L & INDUST'L EXPO, INC

54-0894240

NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS PCT.	CUR 179 BONUS	SPECIAL DEPR ALLOW.	PRIOR 179/ BONUS/ SP. DEPR.	PRIOR DEC BAL DEPR.	SALVAG /BASIS REDUCT.	DEPR. BASIS	PRIOR DEPR.	METHOD	LIFE	RATE	CURRENT DEPR.	
UTILITY LINES																	
72	UTILITY LINES	6/30/73		71,703							71,703	52,822	S/L	50		1,434	
73	ADDITIONS	6/30/74		51,409							51,409	36,840	S/L	50		1,028	
74	SEWER LINES	10/01/91		7,042							7,042	6,364	S/L	20		352	
75	3 LIGHT POLES	7/26/96		955							955	867	150DB HY	15	.05910	56	
76	2 SETS OF POLE LIGHTS	9/10/96		1,808							1,808	1,650	150DB HY	15	.05910	107	
77	1 SET POLE	9/10/96		1,300							1,300	1,187	150DB HY	15	.05910	77	
97	NEW POLES - 2	4/30/00		2,593							2,593	1,752	150DB HY	15	.05910	153	
107	UTILITY POLES	8/05/01		4,537							4,537	2,904	PRE	15	.06000	272	
110	NEW LINES	3/01/02		4,905							4,905	751	S/L	50		98	
114	UTILITY LINES	1/28/03		991							991	135	S/L	50		20	
TOTAL UTILITY LINES				147,243	0	0	0	0	0	0	147,243	105,272					3,597
TOTAL DEPRECIATION				2,432,015	0	0	0	0	0	0	2,432,015	1,014,332					59,974
GRAND TOTAL AMORTIZATION				4,731	0	0	0	0	0	0	4,731	3,941					391
GRAND TOTAL DEPRECIATION				2,432,015	0	0	0	0	0	0	2,432,015	1,014,332					59,974

**BY-LAWS
OF
AUGUSTA AGRICULTURAL-INDUSTRIAL EXPOSITION, INC.
(Revised 5/18/2010)**

ARTICLE I

PLACE OF BUSINESS

This Corporation, incorporated under the non-stock provisions of the code of Virginia, Chapter 2, of Title 13.1, shall have its principal office located in Augusta County, Virginia.

ARTICLE II

OBJECTIVES

This Corporation is formed with the following stated objectives:

1. To provide facilities for the exhibit of agricultural and industrial products produced and developed in this area.
2. To educate the general public with respect to new developments and opportunities available in the agricultural and industrial fields throughout this general area.
3. To provide facilities and/or sponsor events for entertainment purposes.

ARTICLE III

MEMBERSHIP

1. **ELIGIBILITY**: Any individual or entity who shall make annual contributions to the Corporation as hereinafter specified and submits, a signed membership agreement shall be deemed a member and shall be entitled to one vote at the annual, and any special meetings of the membership.

Business Membership: \$25.00

Civic or Club Membership: \$10.00

Individual Membership: \$10.00

2. **Terms of Membership**: The following Terms of Membership Agreement shall be included on the Membership Application and must be accepted by the member.

On becoming a member of Augusta Agricultural- Industrial Exposition, Inc. I do swear or affirm to uphold the interests of the Corporation and to terminate my membership or not participate in any matter pending before the Membership if my interest with any other organization, business or individual may cause my vote to be in support of said organization, business or individual and not to be in interest of Corporation.

ARTICLE IV

MEETINGS

1. **ANNUAL MEETING**: The annual meeting of this Corporation shall be held either in the month of April, or May each year, at a time and place designated by the Board of Directors, for the purpose of announcing elected Directors and transacting any other business as may lawfully come before the meeting.
2. **SPECIAL MEETINGS**: The President, acting for the Board of Directors may call Special meetings. Twenty five percent of the members may file a petition with the Board of Directors, stating that specific business, and demand a special meeting at any time.
3. **NOTICE OF MEETINGS**: A notice of all membership meetings, setting forth the date, time, place, and purpose of the meeting, shall be mailed to each member at least ten (10) days prior to the meeting.
4. **QUORUM**: At any meeting of the Board of Directors, the presence of a majority of Directors shall constitute a quorum. At any membership meeting of the Corporation, twenty five (25) percent of the members, either present or represented by a ballot, shall constitute a quorum.
5. The Rules contained in the most recent edition of Robert's Rules of Order shall govern all meetings in all cases not addressed by these By-Laws.

ARTICLE V

DIRECTORS AND OFFICERS

1. **MEMBERS**: The affairs of this Corporation shall be managed, conducted and controlled by a Board of Directors twelve (12) elected members who have been members for at least **one (1) year** prior to his/her election, and a secretary and Treasurer which may be elected by the Board from within, or outside, its membership.
2. **TERMS**: All Directors shall serve for a term of three (3) years, or until their successor's have been duly elected or appointed. Vacancies on the Board of Directors may be filled for the unexpired term or terms by appointment of the Board of Directors. Past Board Presidents shall serve as Advisors to the Board.
3. **ELECTIONS**: Notice of annual meeting shall be distributed to all members, in a good standing, no less than thirty (30) days prior to the annual meeting. A nomination form shall be included in that notice. The president shall appoint a nominating committee to nominate a recommended slate of directors to fill positions with expiring terms. Nominations for a director(s) shall be taken from any member, in good standing, by completing a nomination form, to include nominee's name, address, telephone number, and the nominee's signature agreeing to serve that position. The form shall include the nominated members name and signature as well as including the signature of a member, in good standing, seconding the nomination. A person nominated shall be a member in good standing to be placed on the ballot. These nomination forms shall be in the corporation's office no later than 4:30 p.m. twenty (20) days prior to the annual meeting. From these nomination forms and the nomination committee recommendations, ballots shall be prepared and distributed to all members, no less than fifteen (15) days, prior to the annual meeting. Voter ballots shall be in Corporation's office no later than 1:00 p.m. one (1) day prior to the annual meeting. Tabulations of the ballots shall be completed and presented at the annual meeting by no less than two (2) individuals selected by the President. The nominees receiving the highest number of votes shall be declared elected Directors.

A. **TERMINATION OF DIRECTORS**: A Director may be relieved of his/her position without cause upon unexcused absence from three (3) successive regular Board meetings. The Executive Committee shall determine whether or not an absence is excused or unexcused. The termination shall be automatic, subject to ten (10) days written notice prior to the third meeting in question. Notice shall be responsibility of the Secretary of the Corporation.

B. **REMOVAL FOR CAUSE**: A Director may be removed by the Board upon secret ballot by an affirmative vote of three-fourths (3/4) of the members of the Board present at any regularly scheduled meeting. At least twenty-one (21) days written notice of such anticipated action shall be give said member prior to said meeting. This notice shall contain a statement of cause. This notice shall be the responsibility of the Secretary of the Corporation.

4. **OFFICERS**: The Board of Directors shall meet immediately following the annual meeting and shall elect a President and a Vice-President from amongst themselves, and a secretary and treasurer, who may or may not be a member. Such officers shall hold office for one year, or until their successors are duly elected and qualified. In the event the Secretary and or Treasurer are elected by the board, from the membership they will have no voting privileges on the Board Activities.

5. **EXECUTIVE COMMITTEE**: An Executive Committee of not less than three (3), nor more than five (5), members of the Board shall be appointed by the President. The President and Vice-President shall be members of the Executive committee. The committee may function for the Board of Directors.

6. **ADVISORY**: The Board of Directors designate such persons as they deem necessary to serve in an advisory capacity to the Board of Directors. The individuals so designated shall serve at the discretion of the Board, and meet with the Board, but have no vote on Board activities.

7. **Conflict of Interest Policy**- No member of the Board of Directors, or any of its committees, shall derive any personal profit or gain, directly or indirectly, by reason if his or her participation with the corporation nor shall they use their position on the Board of Directors, or any of its Committees, to directly benefit any other Board or Organization. Each individual hall disclose to the Board of Directors any personal interest or other board conflict that he or she may have in any matter pending before the Corporation and shall refrain from participation in any decision on such matter.

8. No family member of the Augusta Expoland Board of Directors or Augusta Expoland Employee may be employed by the Corporation without the approval of the Executive Committee.

ARTICLE VI

DUTIES OF OFFICERS AND DIRECTORS

1. **BOARD OF DIRECTORS**: The Board of Directors shall be responsible for all business of the Corporation and shall determine the business and administration policies for the Corporation.

2. **PRESIDENT**: The President shall preside at all meetings of the Board and Membership, and shall call special meetings, and perform all acts and duties usually required of an Executive and presiding Officer, and have general supervision of the affairs of the Corporation.

3. **VICE-PRESIDENT**: The Vice-President shall exercise all the functions of the President in the absence or disability of the president.

4. **SECRETARTY**: The Secretary shall issue all notices of all meetings, shall keep the minutes, and shall make reports and perform such other duties as are incident of this office, or are properly required of the Secretary by the Board of Directors.

5. **TREASURER**: The Treasurer shall have all the funds and securities of the Corporation, shall sign all checks, drafts, notes, and orders for payment of money under the direction of the president, and shall perform such other duties as may be required by law, these by-laws, or the Board of Directors.

ARTICLE VII

FINICIAL STATEMENT

1. **AUDITS**: At least once a year, the board of Directors shall require an audit of the books and accounts of the Corporation in compliance with law and code covering non-stock, non-profit Corporations.

ARTICLE VIII

DISSOLUTION

1. **DISSOLUTION**: This Corporation may at any regular meeting or at any special meeting called for the purpose, due notice of time and place and object of which regular or special meetings shall have been given as prescribed in the By-Laws by a vote by two-third of all its members, discontinue its operation and settle its affairs. Upon said dissolution, disposition of all assets of said corporation shall be in accordance with articles of Incorporation as amended.

ARTICLE IX

AMENDMENTS

1. **AMENDMENTS**: These By-Laws may be altered, amended or replaced and new By-Laws may be adopted by a majority vote of the members present or represents by ballot, at any annual membership meeting when the proposed amendment has been send out with the notice of such meeting or at any special membership meetings.

Revised 5/27/08 3/26/09